FORM D

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D



NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

SEC USI	E ONLY	
Prefix	1	Serial
DATE R	ECEIVED	

1280896	
Name of Offering (Γ check if th is an amendment and name has changed, and indicate change.) Global Relief Technologies, LLC	
Filing Under (Check box(es) that apply): Γ Rule 504 Γ Rule 505 🖾 Rule 506 Γ Section Type of Filig: 🖾 New Filing Γ Amendment	on 4(6) Γ ULOE
A. BASIC IDENTIFICATION DATA	
Enter the information requested about the issuer	7ED 1 8 2004
Name of Issuer (Γ check if this is an amendment and name has changed, and indicate change.) Global Relief Technologies, LLC	
Address of Executive Offices (Number and Street, City, State, Zip Code) 2 Wisconsin Circle, Suite 700, Chevy Chase, MD 20815 Telephone Number 240/235-5038	r (Including Area Code)
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone Number (if different from Executive Offices)	r (Including Area Code)
Brief Description of Business ——Issuer was established to provide an integrated solution for standardized reporting management reporting and analysis tools for the global humanitarian and reconstruction community, as well as for or organizations and businesses operating in remote parts of the world.	
Type of Business Organization Γ corporation Γ limited partnership, already formed Γ business trust Γ limited partnership, to be formed	ecify):Limited Liability Company
Month Year Actual or Estimated Date of Incorporation or Organization 0 3 0 3 △ Actual F Estimated Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State: CN for Canada; FN for other foreign jurisdiction)	FEB 20 2004
GENERAL INSTRUCTIONS	FINANCIAL

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offerng. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Avenue, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State

This notice shall be used to indicate reliance on the Uniform Limited ffering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice

A. BASIC IDE	ENTIFICATION DATA		
2. Enter the information requested for the following:			
Bach promoter of the issuer, if the issuer has been organized w	ithin the past five years;		
Each beneficial owner having the power to vote or dispose, or issuer;	direct the vote or disposition	of, 10% or more of	f a class of equity securities of the
Bach executive officer and director of corporate issuers and of	corporate general and manag	ing partners of part	tnership issuers; and
3 Each general and managing partner of partnership issuers.			······································
Check Box(es) that Apply: Γ Promoter ⊠ Beneficial Owner	⊠ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Gray, Michael			
Business or Residence Address (Number and Street, City, State, Global Relief Technologies, LLC 2 Wisconsin Circle, Suite 700, C			
Check Box(es) that Apply: ☐ Promoter ☐ Beneficial Owner	☑ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Pardoe, Charles E.			
Business or Residence Address (Number and Street, City, State, Global Relief Technologies, LLC 2 Wisconsin Circle, Suite 700, C			
Check Box(es) that Apply: Γ Promoter Γ Beneficial Owner	☑ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Spector, Phillip L.			
Business or Residence Address (Number and Street, City, State, Paul, Weiss, Rifkind, Wharton & Garrison 1615 L St, NW, Suite 1300			
Check Box(es) that Apply: Γ Promoter Γ Beneficial Owner	Γ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Johnston, James			
Business or Residence Address Global Relief Technologies, LLC (Number and Street, City, State, 2 Wisconsin Circle, Suite 700, C			
Check Box(es) that Apply: Γ Promoter Γ Beneficial Owner	Γ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Pardoe, Charles H.			
Business or Residence Address (Number and Street, City, State, Global Relief Technologies, LLC 2 Wisconsin Circle, Suite 700, C			
Check Box(es) that Apply: Γ Promoter Γ Beneficial Owner	Γ Executive Officer	☑ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual) Mattingly, John H.			
Business or Residence Address Global Relief Technologies, LLC (Number and Street, City, State, 2 Wisconsin Circle, Suite 700, C			
Check Box(es) that Apply: Γ Promoter Γ Beneficial Owner	Γ Executive Officer	Γ Director	Γ General and/or Managing Partner
Full Name (Last name first, if individual)			

(Number and Street, City, State, Zip Code)

Business or Residence Address

	Box(es) that Ap		Promoter	Γ Benefic	cial Owner	ГЕ	xecutive Offi	cer	Γ Director		ieneral and Managing l		
Full Nar	me (Last name	e first, if in	dividual)									<u> </u>	
Business	s or Residence	e Address	(Nu	nber and Str	eet, City, Stat	te, Zip Cod	le)						
Check B	Box(es) that A	pply: Γ	Promoter	Γ Benefic	ial Owner	ГЕ	xecutive Offi	icer	Γ Director		ieneral and Managing I		
Full Nan	me (Last name	first, if in	dividual)										
Business	s or Residence	e Address	(Nut	mber and Str	eet, City, Star	te, Zíp Cod	le)		·				
Check B	Box(es) that Ap	pply: Γ	Promoter	Γ Benefic	cial Owner	ГЕ	xecutive Offi	icer	Γ Director		eneral and Managing I		
Full Nar	me (Last name	e first, if in	dividual)			. <u> </u>	<u> </u>						
Business	s or Residence	e Address	(Nur	mber and Str	eet, City, Star	te, Zip Cod	le)						
													
				B. INFOR	MATION A	BOUT OF	FERING						
												Yes	1
1. Has	the issuer solo							fering?			***************************************	Yes	
	the issuer solo	Ar	nswer also ir	n Appendix,	Column 2, if	filing unde	er ULOE.						(
2. Wha	at is the minim	Ar num investi	nswer also ir ment that wi	Appendix, of the Appendix of t	Column 2, if d from any ir	filing undendividual?.	er ULOE.					\$10,00	0
2. Wha		Ar num investi	nswer also ir ment that wi	Appendix, of the Appendix of t	Column 2, if d from any ir	filing undendividual?.	er ULOE.						0
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States in		son Listed H										F. All C
	(Check ?All States≅ or check individual States)									Γ All State		
(AL) (IL) (MT) [RI)	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
			 _	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
ruii Nar	ne (Last nan	ne first, if in	dividual)									
Business	of Residen	ce Address (Number and	Street, Cit	y, State, Zip	Code)						
Name of	Associated	Broker or D	ealer									
			on Calinitad	or Intends t	o Solicit Pur	rchasers						
States in	Which Pers	on Listed H	as someneo									
States in	Which Pers (Check ?	son Listed H ?All States≅									**********	Γ All State
	(Check ?	?All States≅	or check inc	lividual Stat	es)						-	
[AL]	(Check ?	?All States≅ [AZ]	or check inc	lividual Stat	es)[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
States in [AL] [IL] [MT]	(Check ?	?All States≅	or check inc	lividual Stat	es)						-	

C	OFFERING PRICE	NUMBER	OF INVESTORS	EXPENSES	AND USE OF PROCEEDS
•	. OH LEMING I MCL	. MOMBER	OF HARBIONS.	LAILIBLO	AND USE OF INOCEEDS

Other Europeas (identify) Private Placement Agent

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box Γ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.				
	Type of Security	Aggregate Offering Pri			nt Already Sold
	Debt	\$	0	\$	
	Equity	\$ <u>1,170</u>	0,000		\$ <u>1,170,000</u>
	⊠ Common Γ Preferred				
	Convertible Securities (including warrants)	\$	0	\$	(
	Partnership Interests	\$	0	\$	(
	Other (Specify	\$	0	\$	(
	Total	\$ <u>1,170</u>	0,000		\$ <u>1,170,000</u>
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."	Number Investors		Dollar	gregate r Amount urchases
	Accredited Investors		17		\$ <u>1,170,000</u>
	Non-accredited Investors		0	\$	(
	Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE.		17		\$ <u>1,170,000</u>
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.				
	Type of offering	Type of Security		Dollar Ai	mount old
	Rule 505			\$	
	Regulation A			\$	
	Rule 504			\$	
	Total			\$	
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.				
	Transfer Agent's Fees			Γ \$	
	Printing and Engraving Costs			Γ \$	
	Legal Fees			∑ \$50,0	000
	Accounting Fees			⋈ \$6,00	
	Engineering Fees				
	Sales Commissions (specify finders' fees separately)			Г \$	

ΓS

C . C	FFERING PRICE, NUMBER OF INVESTO	PRS, EXPENSES AND USE OF PROCEEDS		
,	Total			rX\$56,000
		gate offering price given in response to Part C - sponses to Part C - Question 4.a. This difference is		\$ <u>1,114,00</u> 0
5.	for each of the purposes shown. If the amou	oss proceeds to the issuer used or proposed to be used nt for any purpose is not known, furnish an estimate. The total of the payments listed must equal the h in response to Part C - Question 4.b above.		
			Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees		Γ\$	Γ \$
	Purchase of real estate		Γ \$	Γ \$
	Purchase, rental or leasing and installation of	machinery and equipment	Γ \$	Γ \$
	Construction or leasing of plant buildings an	d facilities	Γ \$	Γ \$
	Acquisition of other businesses (including the be used in exchange for the assets or securities.)	e value of securities involved in this offering that may es of another issuer pursuant to a merger)	Γ \$	Γ \$
	Repayment of indebtedness		Γ \$	Г \$
	Working capital		Γ \$	X\$ 1,114,000
	Other (specify):			
			Γ \$	Γ \$
	0.1		F. A	Ter e 1 114 000
	Column Totals		Γ\$	X \$ 1,114,000
	Total Payments Listed (column totals added)		X\$ 1,114,000	
	D. FEDERAL SIGNATURE			
sign	ature constitutes an undertaking by the issuer to	by the undersigned duly authorized person. If this notice furnish to the U.S. Securities and Exchange Commissional duly investor pursuant to paragraph (b)(2) of Rule 502	on, upon written request	5, the following of its staff, the
	er (Print or Type) oal Relief Technologies, LLC	Signature /s/ Michael Gray	2/16/04	
	ne of Signer (Print or Type) hael Gray	Title of Signer (Print or Type) President and Chief Executive Officer		
	·			
		ATTENTION		

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

 	E. STATE SRE			
1.	Is any party described in 17 CFR 230.252(c), (d), (e) or (f) presently subject to any of the disqualification provisions of such rule?	Yes	No Γ	IJ

- See Appendix, Column 5, for state response.
- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer (Print or Type) Global Relief Technologies, L.L.C.	Signature	Date 2 (14/07
Name (Print or Type) Michael Gray	Title (Print or Type)	
Michael Gray	President and Chief Executive Officer	

Instruction:

				A	PPENDIX				-	
1		2	3 Type of		5 Disqualifcation					
	to non-a	d to sell accredited rs in State 3-Item 1)	security and aggregate offering price offered in state (Part C-Item 1)						under State ULOE (if yes, attach explanation of waiver granted) (Part B-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
AL										
AK										
AZ							!			
AR										
CA		X	\$10,000 Class B LLC Units	1	\$10,000	0	\$0			
СО										
CT		Х	\$10,000 Class B LLC Units	1	\$10,000	0	\$0			
DE										
DC		Х	\$215,000 Class B LLC Units	7	\$215,000	0	\$0			
FL) 			
GA							 			
HI										
ID										
IL										
IN										
IA				· · · · · · · · · · · · · · · · · · ·			<u> </u>			
KS	<u> </u>			_ <u></u>						
KY										
LA										
МЕ		Х	\$400,000 Class B LLC Units	2	\$400,000	0	\$0			
MD		Х	\$375,000 Class B LLC Units	3	\$375,000	0	\$0			
MA										
MI										
MN										
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<u></u>	to non-a	d to sell accredited rs in State 3-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)					Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part B-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
MS											
МО											
MT											
NC											
ND											
NE						.					
NV											
NH											
NJ											
NM											
NY		Х	\$160,000 Class B LLC Units	3	\$160,000	0	\$0				
ОН									ļ		
OK					ļ			ļ 			
OR					<u> </u>						
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			A distribution	A	PPENDIX				
1	2		3	4				5	
	Intend to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)			Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part B-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
PR									